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BEFORE THE ARIZONA CORPORATION COMMISSION

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AZ CORP COMMISSION
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COMMISSIONERS

BOB STUMP, Chairman
GARY PIERCE
BRENDA BURNS
BOB BURNS
SUSAN BITTER SMITH

IN THE MATTER OF THE APPLICATION OF
PALO VERDE UTILITIES COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-04-0767

IN THE MATTER OF THE APPLICATION OF
SANTA CRUZ WATER COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-04-0767

**NOTICE OF FILING IN COMPLIANCE WITH
DECISION NO. 67830
(Acquisition Schedule)**

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water
Company, in compliance with Decision No. 67830 in the above-captioned dockets submit the
attached Acquisition Schedule.

RESPECTFULLY submitted this 15th day of October 2013.

ROSHKA DEWULF & PATTEN, PLC

Arizona Corporation Commission
DOCKETED

OCT 15 2013



By

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1 Original + 13 copies of the foregoing
2 filed this 15th day of October 2013, with:

3 Docket Control
4 ARIZONA CORPORATION COMMISSION
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6 Phoenix, Arizona 85007

6 Copies of the foregoing hand-delivered/mailed
7 this 15th day of October 2013, to:

8 Lyn Farmer, Esq.
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Attachment B

Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0568 and No. W-03576A-03-0568.

PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, Inc. during the three month period ending on the date this document is executed.

PART 2

As of August 31, 2013, the capital structures of Palo Verde Utilities Company (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC		SCWC	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	46,679,241	100%	29,326,972	100%
	<u>\$ 46,679,241</u>	<u>100%</u>	<u>\$ 29,326,972</u>	<u>100%</u>
	Francisco Grande		Water Utility of Greater Buckeye	
	Amount	%		
Long-Term Debt*	-	0%	8,631	1%
Equity**	-	0%	842,557	99%
	<u>\$ -</u>	<u>100%</u>	<u>\$ 851,188</u>	<u>100%</u>
	Valencia Water Co		Water Utility of Greater Tonopah	
	Amount	%		
Long-Term Debt*	-	0%	-	0%
Equity**	153,707	100%	(4,320,795)	100%
	<u>\$ 153,707</u>	<u>100%</u>	<u>\$ (4,320,795)</u>	<u>100%</u>
	Willow Valley Water Co		Water Utility of North Scottsdale	
	Amount	%		
Long-Term Debt*	-	0%	-	0%
Equity**	2,501,636	100%	(399,554)	100%
	<u>\$ 2,501,636</u>	<u>100%</u>	<u>\$ (399,554)</u>	<u>100%</u>
	Hassayampa Utility Co		CP Water Co.	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	(972,473)	100%	2,184	100%
	<u>\$ (972,473)</u>	<u>100%</u>	<u>\$ 2,184</u>	<u>100%</u>
	Picacho Cove Water		Picacho Cove Utilities	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	118,636	100%	(248,873)	100%
	<u>\$ 118,636</u>	<u>100%</u>	<u>\$ (248,873)</u>	<u>100%</u>
	Baltarra Sewer			
	Amount	%		
Long-Term Debt*	-	0%		
Equity**	1,452,597	100%		
	<u>\$ 1,452,597</u>	<u>100%</u>		

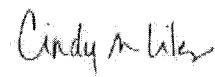
*Include current portion of Long-term Debt.

**Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED RON FLEMING AND CINDY M. LILES, DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

x 
Signature of Officer

x 
Signature of Officer